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June 26, 2023

***VIA overnight courier and
electronic email to: ra-in-companylicense@pa.gov***

The Honorable Michael Humphreys
Commissioner of Insurance
Pennsylvania Insurance Department
1326 Strawberry Square
Harrisburg, PA 17120-0046

**RE: Form A Statement Regarding the Acquisition of Control of:
Geisinger Health Plan (NAIC #95923),
Geisinger Quality Options, Inc. (NAIC #12743), and
Geisinger Indemnity Insurance Company (NAIC #10244)**

Dear Commissioner Humphreys:

On behalf of Risant Health, Inc., a Delaware nonprofit, nonstock corporation ("Risant Health") and Kaiser Foundation Hospitals, a California nonprofit public benefit corporation ("KFH"), please find enclosed one original and one copy of the Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer (the "Application") seeking approval pursuant to 40 P.S. § 991.1402 of the proposed acquisition of control of Geisinger Health Plan, Geisinger Quality Options, Inc., and Geisinger Indemnity Insurance Company (collectively, the "Domestic Insurers"). An electronic copy of the Application is being provided to the Pennsylvania Insurance Department separately.

The Domestic Insurers presently comprise the insurance operations of Geisinger Health, a Pennsylvania nonprofit corporation exempt from federal income tax as an entity described under Internal Revenue Code Section 501(c)(3), which operates a nationally recognized integrated health system based out of Danville, Pennsylvania. Geisinger Health is the controlling person within the

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Commissioner of Insurance
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June 26, 2023
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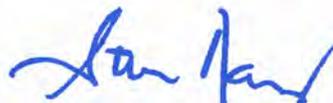
Geisinger holding company system. Effective April 26, 2023, Geisinger Health, Risant Health, and KFH signed a Health System Agreement pursuant to which Risant Health proposes, subject to certain conditions, including the approval of the Pennsylvania Insurance Department (the “Department”), to acquire control of Geisinger Health, including the Domestic Insurers. The proposed transaction is a member substitution, whereby Risant Health becomes the sole corporate member of Geisinger Health. Risant Health is the acquiring party and primary applicant. KFH is also an applicant, though only party to the transaction for limited purposes as further explained in the Application and supporting materials.

The parties respectfully request confidential treatment of certain Exhibits to the Application, as they include information that is confidential, proprietary, or trade secret information, or private information about individuals that is exempt from public disclosure and do not constitute public records within the meaning of the Pennsylvania Right to Know Law, 65 P.S. § 67.101, *et seq.* (the “Confidential Exhibits”). The Confidential Exhibits provided with the Application (and as identified in Item 12 thereof) will be provided to the Department under separate cover. Public disclosure of the Confidential Exhibits would cause economic and competitive harm to applicants, the Domestic Insurers, and/or individuals or other entities associated with the transaction, and disclosure would provide no meaningful benefit to the public. Accordingly, we respectfully request that you notify the undersigned before any disclosure of the Confidential Exhibits is made so that impacted parties will have the opportunity to defend against such disclosure.

A check in the amount of \$2,500 made payable to the Pennsylvania Insurance Department, representing the Application filing fee for the Domestic Insurers is being provided with the mailed copy of this filing.

Thank you for your attention to this matter. We look forward to working with you and the Department as it completes the review of this transaction. If you have any questions about the Application, Exhibits or any other supporting materials, or if you require any additional information, please do not hesitate to contact us.

Very truly yours,



Steven B. Davis

Enclosures

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Commissioner of Insurance
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cc: Diana Sherman, Deputy Commissioner (via email)
Vanessa M. Benavides, Chief Legal Officer, Risant Health, Inc. and Kaiser Foundation
Hospitals (via email)
Steven Bender, Chief Legal Officer, Geisinger Health (via email)
Sarah K. Browning, Baker Hostetler, LLP (via email)

Payee # 112255-1	Payee Name Pennsylvania Insurance Department	Check Date 06/13/23	Check # 366128	Check Amt \$2,500.00
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Voucher Number 480458	Invoice Number 230612	Invoice Date 06/12/23	Description Filing	Amount 2,500.00
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STRADLEY RONON STEVENS & YOUNG, LLP
 Attorney Operating Account
 2005 Market Street, Suite 2600
 Philadelphia, PA 19103-7018

Citizens Bank
 3-7615/360

Check Date
 06/13/23

Check #
366128

Amount

\$2,500.00

Two Thousand Five Hundred and 00/100 Dollar(s) *****

VOID AFTER 180 DAYS

PAY TO THE ORDER: Pennsylvania Insurance Department
 1326 Strawberry Square
 Harrisburg, PA 17120-0046

[Signature]
 Jeffrey A. Lusk

Two Signatures Required Over \$2,500.00

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